

# **RHODE ISLAND ECONOMIC DEVELOPMENT CORPORATION**

## **MEETING OF DIRECTORS**

### **PUBLIC SESSION**

**NOVEMBER 18, 2013**

**The Board of Directors of the Rhode Island Economic Development Corporation (the “Corporation”) met on Monday, November 18, 2013, in Public Session, beginning at 9:30 a.m. at the offices of the Rhode Island Economic Development Corporation, located at 315 Iron Horse Way, Suite 101, Providence, RI 02908, pursuant to the notice of the meeting to all Directors, and public notice of the meeting, a copy of which is attached hereto as Exhibit A, as required by the By-Laws of the Corporation and applicable to Rhode Island law.**

**The following Directors were present and participated throughout the meeting as indicated: Mr. Jerauld Adams, Mr. Roland Fiore, Mr. Karl Wadensten, Mr. Stanley Weiss, Mr. Jason Kelly, Ms. Shannon Brawley, Mr. Tim Hebert, Ms. Elizabeth Francis, Ms. Judith Diaz, Dr. Nancy Carriuolo, and Mr. George Nee.**

**Directors absent were: Governor Lincoln D. Chafee, Ms. Maeve Donohue.**

**Also present were: Marcel Valois and Thomas Carlotto.**

## **1. CALL TO ORDER AND OPENING REMARKS**

**Mr. Adams called the meeting to order at 9:31 a.m. indicating that a quorum was present.**

## **2. TO REVIEW AND DISCUSS THE ANNUAL AUDIT OF THE RHODE ISLAND ECONOMIC DEVELOPMENT CORPORATION COMPLETED BY LEFKOWITZ, GARFINKEL, CHAMPI & DERIENZO**

**After an introduction by Mr. Valois, Mr. Adam Quinlan, Chief Financial Officer of the Corporation and Mr. Steve Geremia of Lefkowitz, Garfinkel, Champi and Derienzo (“LGCD”) began the review of the Corporation's FY '13 draft audited Financial Statements, as prepared by LGCD. See Exhibit B. Mr. Geremia advised the Board that the draft Audit Report includes the Financial Statements for both the Corporation and the Renewable Energy Fund. Mr. Geremia discussed the process undertaken during the audit review and the sections contained within the Audit Report. Mr. Geremia then outlined the steps undertaken during the audit: (1) that the auditors concentrated on auditing the Corporation’s Financial Statements and footnotes as contained in the Audit Report; (2) that the information contained in the footnotes was clear and understandable; (3) that the Financial Statements complied with Governmental Accounting Standards Board (GASB) criteria; and (4) that any deficiencies discovered in the Corporation’s control processes, were effectively communicated to the Corporation.**

**Dr. Carriuolo entered the Meeting at 9:42 a.m.**

**A detailed discussion and review of the Audit Report followed, with input and inquiries by Board Members and responses by Mr. Quinlan and Mr. Geremia. The Board discussed ways to address any changes to be made to the draft Audit Report following the meeting. Mr. Quinlan stated that any changes would be summarized and emailed to each Board Member by the morning of November 21, 2013, for review prior to the Corporation's Board Meeting scheduled for that evening.**

**The Board next reviewed and discussed the assets and expenses of the Corporation as contained in the draft Audit Report. Mr. Quinlan specifically noted that the Corporation's expenses were lower this year as a result of the many cost-cutting measures undertaken. Upon inquiry by Mr. Wadensten, Mr. Geremia went on to explain the process undertaken by the auditors to verify the accuracy of the items included in the financial statements, including reviewing the required backup documentation, reviewing loan payment histories, and verifying that transactions are accurately reported.**

**Mr. Geremia then commented on management recommendations relating to the Corporation's control processes: (1) review existing contracts to identify transactions or other items that should be reported; (2) review transactions after year-end to ensure capture of**

**all required financial data; and (3) confirm that all transactions with the State have been captured. In response, Mr. Quinlan outlined for the Board the corrective processes that have been put into effect to meet those recommendations.**

**After further discussion and review of the draft Audit Report, the Board thanked Mr. Geremia for his time and assistance throughout the audit review.**

**Vote to Adjourn.**

**There being no further business in Public Session, the meeting was adjourned by unanimous consent at 11:00 a.m. upon motion made by Mr. Nee and seconded by Mr. Wadensten.**

**Thomas Carlotto, Secretary**